

EXHIBIT C

1 01

Panasonic Automotive Systems Co
26455 American Drive
SOUTHFIELD MI 48034
USA

REMIT TO

Panasonic Automotive Systems Co
PO BOX 73248
CHICAGO IL 60673-7248
USA

BILL TO 120745
DELPHI ELEC & SAFETY (LEGAL)
PO BOX 9005
KOKOMO IN 46904
USA

SHIP TO 120403
DELPHI E&S PLANT 10 (TMMI)
1800 E. LINCOLN RD.
KOKOMO IN 46902
USA

Debit Memo

Page Number	1 of 1
Invoice Date	12/20/2005
Terms	CASH IN ADVANCE
Payment Due	12/20/2005
Invoice #	91368915
Customer #	120745
Order #	70029937
Reference #	MCCAM09154
FOB Point	WAREHOUSE
Div / SO	70 / 55

Do # 450131299

Special instructions
DELPHI PROTOTYPE ORDER MCCAM09154

Item	Material	Description			Value		
		Qty	UOM	Price	Curr	Price	UOM
000010	MISC CHARGE/PAEC	Miscellaneous Charge					
		1 EA					
Plant:	5629	Destination:	NA	MOS:	TRK		
PO #:							
MET #:							
BOL #:							
Sales person:	1170	Carrier:	BEST WAY GROUND				
Freight Term:	Collect	WAREHOUSE					
Tax					20,627.00		
Misc./Other Charges						20,627.00	
Final total							

14782
DELPHI

Date: 8-Sep-2005
PO# 450131299
Reference # **NB10192866 - PR450769**

Toyota Project code: 180L
Trial name: CV/CF Sample

Toyota Part Number: 86121-0C030 (CD Tuner faceplate)

Cost / pcs: \$104.00

QTY: 145

Sub Total: \$15,080.00

Toyota Part Number: 86121-0C010 (CDX faceplate)

Cost / pcs: \$110.94

QTY: 50

Sub Total: \$5,547.00

GRAND TOTAL: \$20,627.00

SHIP TO: Delphi Plant DA31

J. Fernando Dominguez 956.228.5844

702 Joaquin Cavazos Rd, Los Indios, Tx, 78567

Required Date: 12-Sep-2005

Delphi Contact: Jim Pressgrove x

Invoice Address 1800 EAST LINCOLN ROAD - KOKOMO, IN

46904

Attn: *Karen Cara Krieger*
CARA KRIEGER

C-D Pg 4 of 12
Home | About UPS | Contact UPS | Getting Started @ UPS.com

UPS United States

Log-In User ID: Password: | [Forgot Password](#)**Tracking**

- [Track by Tracking Number](#)
- [Track by E-mail](#)
- [Import Tracking Numbers](#)
- [Track by Reference Number](#)
- [Track by Freight Tracking Number](#)
- [Track by Freight Shipment Reference](#)
- [Track with Quantum View](#)
- [Sign Up for Signature Tracking](#)
- [Void a Shipment](#)
- [Help](#)

Track by Tracking Number**View Details**

Status: Delivered
Delivered on: 09/16/2005 9:06 A.M.
Signed by: WAYMIRE
Location: RECEIVER
Delivered to: KOKOMO, IN, US

Tracking Number: 1Z 390 343 01 9762 103 4
Service Type: NEXT DAY AIR

Package Progress:

Location	Date	Local Time	Activity
KOKOMO, IN, US	09/16/2005	9:06 A.M.	DELIVERY
HAPEVILLE, GA, US	09/15/2005	8:43 P.M.	FORWARDED TO THE FACILITY IN THE DESTINATION CITY

Tracking results provided by UPS: 04/17/2006 1:24 P.M. Eastern Time (USA)

NOTICE: UPS authorizes you to use UPS tracking systems solely to track shipments tendered by or for you to UPS for delivery and for no other purpose. Any other use of UPS tracking systems and information is strictly prohibited.

[← Back to Tracking Summary](#)

[Home](#) | [Shipping](#) | [Tracking](#) | [Support](#) | [Business Solutions](#) | [About UPS](#) | [Contact UPS](#) | [Register](#) | [Getting Started](#) | [Site Guide](#) | [Advanced Search](#) |
[UPS Global](#) | [UPS Corporate](#)

Copyright © 1994-2006 United Parcel Service of America, Inc. All rights reserved.
[Web Site Terms of Use](#) | [Privacy Policy](#) | [Trademarks](#) | [Tariff](#) | [Terms and Conditions of Service](#)

[Home](#) | [About UPS](#) | [Contact UPS](#) | [Getting Started @ UPS.com](#)[Search](#)**UPS United States**[Tracking](#) | [Support](#) | [About UPS](#)**Tracking**Log-In User ID: Password: [Forgot Password](#)[Register](#)

- [Track by Tracking Number](#)
- [Track by E-mail](#)
- [Track by Tracking Number](#)
- [Track by Reference Number](#)
- [Track by Freight Tracking Number](#)
- [Track by Freight Shipment Reference](#)
- [Track with Quantum View](#)
- [Sign Up for Signature](#)
- [View Shipment](#)
- [Help](#)

Track by Tracking Number**View Details**

Status: Delivered
Delivered on: 09/21/2005 9:08 A.M.
Signed by: WAYMIRE
Location: DOCK
Delivered to: KOKOMO, IN, US

Tracking Number: 1Z 390 343 01 9451 985 7
Service Type: NEXT DAY AIR

Package Progress:

Location	Date	Local Time	Activity
KOKOMO, IN, US	09/21/2005	9:08 A.M.	DELIVERY

Tracking results provided by UPS: 04/17/2006 1:27 P.M. Eastern Time (USA)

NOTICE: UPS authorizes you to use UPS tracking systems solely to track shipments tendered by or for you to UPS for delivery and for no other purpose. Any other use of UPS tracking systems and information is strictly prohibited.

[Return to Tracking Summary](#)

[Home](#) | [Shipping](#) | [Tracking](#) | [Support](#) | [Business Solutions](#) | [About UPS](#) | [Contact UPS](#) | [Register](#) | [Getting Started](#) | [Site Guide](#) | [Advanced Search](#) | [UPS](#) | [UPS Corporate](#)

© 1994-2006 United Parcel Service of America, Inc. All rights reserved.
[Terms of Use](#) | [Privacy](#) | [Trademarks](#) | [Tariff](#) | [Terms and Conditions of Service](#)

1 01

Panasonic Automotive Systems Co
26455 American Drive
SOUTHFIELD MI 48034
USA

REMIT TO

Panasonic Automotive Systems Co
PO BOX 73248
CHICAGO IL 60673-7248
USA

BILL TO 115677
DELPHI S&I - VANDALIA PLANT (DIP)
MC#146
PO BOX 5051
VANDALIA OH 45377-5051
USA

SHIP TO 116867
DELPHI S&I CMM
702 JOAQUIN CAVAZOS RD
LOS INDIOS TX 78567
USA

Debit Memo

Page Number	1 of 1
Invoice Date	02/03/2006
Terms	NET 15 DAYS
Payment Due	02/18/2006
Invoice #	91397766
Customer #	115677
Order #	70031124
Customer PO #	450109308
FOB Point	WAREHOUSE
Div / SO	70 / 56

Special instructions

Invoicing Delphi for GMX384 & GMT900 Switch Testers shipped via Fed Ex,
853169530442, on 9/6/05.

Item	Material	Description	Value
	Qty UOM	Price Curr Price UOM	
000010	SAMPLE PART	GMX384 Switch Tester 1 EA Plant: 5629 Destination: NA MOS: TRK PO #: MET #: BOL #: Sales person: 1175 Carrier: (WILL CALL) Freight Term: Collect WAREHOUSE	
000020	SAMPLE PART	GMX384 Switch Tester 1 EA Plant: 5629 Destination: NA MOS: TRK PO #: MET #: BOL #: Carrier: (WILL CALL) Freight Term: Collect WAREHOUSE	
	Tax		35,300.00
	Misc./Other Charges		35,300.00
	Final total		35,300.00

Tele- #: 248-447-7000

Fax- #: 248-447-7004

DELPHI

Delphi Electronics and Safety

Page 1 of 3

Buyer:

Delphi Automotive Systems LLC
Delphi Electronics & Safety Div
P.O. Box 9005
KOKOMO IN 46904-9005

Purchase Order

PO Number
450109308
Version
16-Nov-2006 19:36:32

Date Issued
16-Jun-2005

Deliver to:

Delphi E & S Vandalia
250 Northwood Blvd
VANDALIA OH 45377

MATSUSHITA ELECTRIC CORP OF AMERICA
PANASONIC AUTOMOTIVE ELECTRONICS
1101 JOAQUIN CAVAZOS BLVD
LOS INDIOS TX 78567

Vendor No: 1008661
DUNS No: 787118579

Payment Terms: ZMN2 **Currency:** USD

Payment settled on 2nd, 2nd Month

Incoterms: FOB-Freight Collect

Item No.	Material No/Item Identifier No.	Total Order Quantity	Plant Requester
00010	PR10175392 00010	4.000	DAHQ DELPHI D HEADQUARTERS ENGAUSER, J
SWITCH TESTERS			
	GMX384 TUTD SWITCH TESTERS JIM ENGAUSER (937)356-2458 PR445438		
	Delivery Date	Scheduled Quantity	Price Price Unit UOM Value
	31-DEC-2006	4.000	1,860.00 1 PC USD 7,440.00
	Net Line Item Value		7,440.00
00020	PR10175394 00010	11.000	DAHQ DELPHI D HEADQUARTERS ENGAUSER, J
SWITCH TESTERS			
	GMT900 SWITCH TESTERS JIM ENGAUSER (937)356-2458 PR445417		
	Delivery Date	Scheduled Quantity	Price Price Unit UOM Value
	29-JUL-2006	11.000	2,400.00 1 PC USD 26,400.00
	Net Line Item Value		26,400.00
Total net value		USD	33,840.00

Purchasing Contact: Ng, Henry(CTL, SW)
Phone: 65-6450-8266
Fax: 65-6552-6734

Contact Address:
DELPHI ELECTRONICS & SAFETY
501 ANG MO KIO INDUSTRIAL PARK 1,
SINGAPORE 569621

MATSUSHITA ELECTRIC CORP OF AMERICA
PANASONIC AUTOMOTIVE ELECTRONICS
1101 JOAQUIN CAVAZOS BLVD
LOS INDIOS TX 78567

Purchase Order

PO Number
450109308
Version
16-Nov-2006 19:36:32

Date Issued
16-Jun-2005

Item No.	Material No/Item Identifier No	Total Order Quantity	Plant
Description		Requester	

Notes:

Cancel PO due to overdue more than 6 mths

IMPORTANT NOTICE TO SUPPLIERS:

PLEASE COMPLY STRICTLY WITH DELPHI'S ENVIRONMENTAL REQUIREMENTS AS STATED IN THE ENVIRONMENTAL REQUIREMENTS FOR CONTRACTORS / SUPPLIERS / VENDORS. A COPY OF THE ENVIRONMENTAL REQUIREMENTS IS AVAILABLE UPON WRITTEN REQUEST TO THE BUYER.

Delphi requires 100% on time delivery performance from suppliers. If you anticipate problems in delivering materials and/or completing services by the date specified on the Buyer's purchase order, the Delphi Buyer should be notified immediately.

Restricted, toxic, and hazardous materials - Suppliers are required to comply with current governmental and safety constraints on restricted, toxic and hazardous materials; as well as environmental, electrical and electromagnetic considerations applicable to the country of manufacture and sale. This relates to both the salable product and the manufacturing processes. (Refer also to Terms and Conditions No. 8 "Ingredients Disclosure and Special Warnings Instructions"). Commencement of any work or service under this order shall constitute seller's acceptance of these responsibilities. If you do not accept these responsibilities, please contact the appropriate Delphi's Buyer.

Seller acknowledges and agrees that Buyer's General Terms and Conditions and Delphi Customer Specific Requirements are incorporated in, and a part of, this contract and each purchase order, release, requisition, work order, shipping instruction, specification and other document issued by Buyer or accepted in writing by Buyer, whether expressed in written form or by electronic data interchange, relating to the goods and/or services to be provided by Seller pursuant to this contract (such documents are collectively referred to as this "Contract"). A copy of Buyer's General Terms and Conditions and Delphi Customer Specific Requirements are available upon written request to Buyer or via the internet at Delphi's website, delphi.com. Seller acknowledges and agrees that it has read and understands Buyer's General Terms and Conditions and Delphi Customer Specific Requirements. If Seller accepts this Contract in writing or commences any of the work or services which are the subject of this Contract, Seller will be deemed to have accepted this Contract and Buyer's General Terms and Conditions and Delphi Customer Specific Requirements in their entirety without modification. Any additions to, changes in, modifications of, or revisions of this Contract (including Buyer's General Terms and Conditions and Delphi Customer Specific Requirements) which Seller proposes will be deemed to be rejected by Buyer except to the extent that Buyer expressly agrees to accept any such proposals in writing.

All wood packaging must be compliant with the International Standard Phytosanitary Measure #15 in the treatment of wood packaging material. Please reference the "Requirements for the treatment of wood packaging materials" section of the Supplier Community Portal found on www.delphi.com for further details.

Title to goods shall transfer from seller to buyer upon arrival at buyer's consuming plant.

DO NOT INVOICE FOR SHIPPED MATERIAL. DELPHI E&S IS
'PAY ON RECEIPT' AND INVOICES ARE NOT REQUIRED.

INVOICES ARE REQUIRED AND MUST BE SUBMITTED FOR
SERVICES AND ITEMS WHICH ARE NOT SHIPPED.

DELPHI

Delphi Electronics and Safety

Page 3 of 3

MATSUSHITA ELECTRIC CORP OF AMERICA
PANASONIC AUTOMOTIVE ELECTRONICS
1101 JOAQUIN CAVAZOS BLVD
LOS INDIOS TX 78567

Purchase Order

PO Number
450109308
Version
16-Nov-2006 19:36:32

Date Issued
16-Jun-2005

Item No.	Material No/Item Identifier No	Total Order Quantity	Plant	Requester
Description				

Notes Continued:

PLEASE SUBMIT THESE TO:
DELPHI ELECTRONICS & SAFETY
A DIVISION OF DELPHI AUTOMOTIVE SYSTEMS LLC
ATTN: MANUAL RECEIPTS PROCESSING MS-CTA229
PO BOX 9005
KOKOMO, IN 46904-9005

YOU MUST PLACE THE FOLLOWING ON YOUR PACKING SLIP:
- PURCHASE ORDER (ONLY ONE PURCHASE ORDER NUMBER
PER PACKING SLIP)
- DELPHI-E&S "ITEM IDENTIFICATION NUMBER (ID)" FROM
PURCHASE ORDER FOR EACH DELIVERED ITEM
- LIST DELPHI-E&S DESCRIPTION PER PURCHASE ORDER FOR
EACH LINE ITEM DELIVERED FOLLOWED BY YOUR
DESCRIPTION IF DESIRED.
- EQUIPMENT SERIAL NUMBER(S)

ADDITIONAL PACKING SLIP INFORMATION:
- EACH BOX/CRATE MUST CONTAIN A COMPLETE PACKING
SLIP FOR THE ENTIRE DELIVERY
- HIGHLIGHT ON THE PACKING SLIP THE APPLICABLE
PURCHASE ORDER ITEM IDENTIFICATION NUMBER FOR
EACH ITEM LOCATED IN THE BOX/CRATE
- PACKING SLIP MUST BE ENCLOSED IN A CLEAR PLASTIC
ENVELOPE AND AFFIXED TO THE OUTSIDE (WITH A COPY
INSIDE) OF EACH BOX/CRATE.

ROUTING: REFER TO ROUTING LETTER DATED 02/13/03 FOR
INSTRUCTIONS. CALL DELPHI E&S TRANSPORTATION AT
(765)451-4078 OR -4079 FOR ADDITIONAL INFORMATION.
FREIGHT TERMS ARE "POB ORIGIN, FREIGHT COLLECT".
BUYER WILL ONLY PAY FREIGHT CHARGES IF THE SELLER
USES THE BUYER SELECTED CARRIER AND SHIPS COLLECT.
THE SELLER AGREES TO PAY ALL FREIGHT INVOICES WHEN
SELLER DEVIATES FROM BUYER SPECIFIED CARRIER WITHOUT
PRIOR APPROVAL FROM DELPHI E&S TRANSPORTATION.



FedEx Express
Customer Support Trace
3875 Airways Boulevard
Module H, 4th Floor
Memphis, TN 38116
U.S. Mail: PO Box 727
Memphis, TN 38194-4643
Telephone: 901-369-3600

For Invoic# 91397766 2/03/06 \$35.300
POD 8/05 Pre-Petition

04/12/2006

Dear Customer:

The following is the proof of delivery you requested with the tracking number **853169530442**.

Delivery Information:

Status:	Delivered	Delivery date:	Sep 9, 2005 09:07
Signed for by:	C.PIGG		
Service type:	Express Saver		



Shipping Information:

Tracking number:	853169530442	Ship date:	Sep 6, 2005
Recipient:	VANDALIA, OH US	Shipper:	HIDALGO, TX US
Reference			EE-5056

Thank you for choosing FedEx Express.

FedEx Worldwide Customer Service
1.800.GoFedEx 1.800.463.3339

EXHIBIT D

UNAUTHORIZED DISCOUNTS

DUNS #	Document #	Document Date	Total Amount	Bill Of Lading	Purchase Order #
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$1,047.09)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$24,595.85)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$291.18)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$400.86)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$21.00)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$6,379.00)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$2.30)	DISCTS1005	
RD 608734687	'ADMDISCTS1005	9/30/2005	(\$260.51)	DISCTS1005	
RD 608734687	'ADMDISCTS1005VV	9/30/2005	(\$14.00)	DISCTS1005	
RD 008919813	'ADMDISCTS1005	9/30/2005	(\$588.46)	DISCTS1005	
			\$33,600.25		